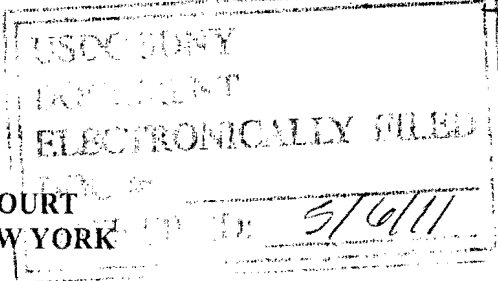


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK



AMERICAN DECORATIVE FABRICS, LLC,

Plaintiff,

v.

VICTORIA CLASSICS, LTD.

Defendant.

Case No. 10 CV 7432 (SAS)(KNF)

**STIPULATION AND ORDER OF
DISMISSAL WITH PREJUDICE**

IT IS HEREBY STIPULATED AND AGREED, by and between Plaintiff

American Decorative Fabrics, LLC and Defendant Textiles from Europe, Inc. d/b/a

Victoria Classics, as follows:

1. Pursuant to Rules 41(a)(1)(A)(ii) of the Federal Rules of Civil Procedure, the above-captioned action is dismissed in its entirety with prejudice and without award of costs or attorneys' fees to any party.

2. The parties have settled all disputes existing between them with respect to this action.

3. This Court shall retain exclusive jurisdiction of this matter to enforce the obligations of the parties under the terms of their confidential settlement agreement.

CONSENTED TO BY PLAINTIFF

Date: 5/5/11

By: [Signature]
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*Attorney for Plaintiff
American Decorative Fabrics, LLC*

CONSENTED TO BY DEFENDANT

Date: May 5, 2011

By: [Signature]
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Email: gelins@gtlaw.com

*Attorney for Defendant
Textiles from Europe, Inc. d/b/a Victoria Classics*

SO ORDERED:

Date: May 6, 2011

By: [Signature]
United States District Judge

[Signature]